

ENTERED

June 14, 2023

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§ Chapter 11
	§
SERTA SIMMONS BEDDING, LLC, <i>et al.</i>,	§ Case No. 23-90020 (DRJ)
	§
Debtors.¹	§ (Jointly Administered)
	§

	§
SERTA SIMMONS BEDDING, LLC, <i>et al.</i>,	§ Adversary Proc. No. 23-09001 (DRJ)
	§
Plaintiffs and Counterclaim Defendant, v.	§
	§
AG CENTRE STREET PARTNERSHIP L.P., <i>et al.</i>,	§
	§
Defendants and Counterclaim Plaintiffs, v.	§
	§
AGF FLOATING RATE INCOME FUND, <i>et al.</i>,	§
	§
Third Party Defendants.	§

	§

FINAL JUDGMENT

Based upon this Court's Memorandum Opinion, ECF No. 324 (the "Opinion"), the findings of fact and conclusions of law contained therein, and the evidence presented at the confirmation hearing and adversary proceeding trial held before this Court on May 15, 16, 17, and

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Dawn Intermediate, LLC (6123); Serta Simmons Bedding, LLC (1874); Serta International Holdco, LLC (6101); National Bedding Company L.L.C. (0695); SSB Manufacturing Company (5743); The Simmons Manufacturing Co., LLC (0960); Dreamwell, Ltd. (2419); SSB Hospitality, LLC (2016); SSB Logistics, LLC (6691); Simmons Bedding Company, LLC (2552); Tuft & Needle, LLC (6215); Tomorrow Sleep LLC (0678); SSB Retail, LLC (9245); and World of Sleep Outlets, LLC (0957). The Debtors' corporate headquarters and service address for these chapter 11 cases is 2451 Industry Avenue, Doraville, Georgia 30360.

18, 2023 (the “**Trial**”), and due and proper notice of the Trial having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the evidence adduced at Trial and the post-trial briefing and underlying evidence in support thereof; and this Court having determined that the legal and factual bases set forth at Trial and the post-trial briefing have established an entitlement to relief and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. For the reasons stated in the Opinion and the evidence adduced at Trial, Serta Simmons Bedding, LLC (the “**Company**”) and the Adversary Plaintiffs² (collectively, the “**Plaintiffs**”) claim for declaratory judgment that the 2020 Transaction was permitted under the 2016 Credit Agreement and that the Plaintiffs did not violate the covenant of good faith and fair dealing by entering into the 2020 Transaction (the “**Claim**”) is **GRANTED**; the Excluded Lenders’ counterclaims and third-party claims for declaratory judgment, breach of the 2016 Credit Agreement, and breach of the implied covenant of good faith and fair dealing under the 2016 Credit Agreement (the “**Excluded Lenders’ Counterclaims**”) are **DENIED**; the LCM Defendants’ counterclaims for breach of contract and breach of the implied covenant of good faith and fair dealing (the “**LCM Counterclaims**,” collectively with the Excluded Lenders’ Counterclaims, the “**Counterclaims**”) are **DENIED**.
2. All other requested relief is denied.

2.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Opinion.

3. The Court finds that a substantial controversy exists between the parties and hereby exercises its discretion under the Declaratory Judgment Act to issue final judgment in Plaintiffs' favor on the Claim and the Counterclaims.

4. The Court finds that Plaintiffs did not breach the implied covenant of good faith and fair dealing in the 2016 Credit Agreement by entering into the 2020 Transaction for the reasons set forth in the Opinion and the findings of fact and conclusions of law set forth therein and, in support thereof, further finds that:

- a. The Company negotiated with over 70% of its existing lenders (the “**Lenders**”) in addition to third parties before the Company—through its independent finance committee (the “**Independent Finance Committee**”—selected and entered into the 2020 Transaction; and the Company was not required under the 2016 Credit Agreement to solicit bids or obtain consent from each of its Lenders before entering into the 2020 Transaction, *see ECF No. 273, May 15 Tr. (PM) at 22:3–20, 29:21–30:11, Shah; ECF No. 285, May 18 Tr. (AM) at 90:25–94:5, Kwon;*
- b. The 2020 Transaction provided the Company with \$200 million in new money, greater discount capture, and less interest expense than the Objecting Lenders’ proposal, and was in the best interest of the Company, *see ECF No. 277, May 16 Tr. (PM) at 36:1–38:9, Tepner; Case No. 23-90020, ECF No. 864-45, Debtors’ Exhibit No. 202 at 12;*
- c. The decision to limit the size of the participating lender group was also not a violation of the implied covenant of good faith and fair dealing—the 2016 Credit Agreement included no requirement that the 2020 Transaction be open to any particular number of lenders, and the evidence at Trial established that the PTL Lenders had economic reasons to propose a limited participating lender group in order to defend against the competing proposals they understood that other lenders were making to the Debtors. *See ECF No. 277, May 16 Tr. (PM) at 181:18–182:4, Chopra.* Including more lenders in the participating lender group would have decreased the value of the debt the PTL Lenders received in exchange for the repurchase of their existing debt, and would have resulted in the participating lenders being unwilling to offer as much of a discount to the Company with respect to the debt repurchases. *See ECF No. 277, May 16 Tr. (PM) at 177:13–179:7, Chopra;*

- d. Plaintiffs were permitted under the 2016 Credit Agreement to enter into the amendments to effectuate the 2020 Transaction because the amendments only required the consent of the Required Lenders, which the PTL Lenders constituted, at the time of the amendments, *see ECF No. 277, May 16 (PM) Tr. at 95:23–96:5, 140:4–13, Tepner*, and nothing in the 2016 Credit Agreement prohibited the Required Lenders from selling their loans after amending the agreement; and
- e. The Independent Finance Committee exercised its business judgment in allowing certain additional lenders to participate in the 2020 Transaction following its announcement, *see ECF No. 273, May 15 Tr. (PM) at 57:2–59:20, Shah*; ECF No. 277, May 16 Tr. (PM) at 39:1–40:20, *Tepner*.

Signed: June 14, 2023.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

United States Bankruptcy Court
Southern District of TexasSerta Simmons Bedding LLC et al.,
Plaintiff
AG Centre Street Partnership et al.,
Defendant

Adv. Proc. No. 23-09001-drj

CERTIFICATE OF NOTICE

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User: ADIuser

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The following symbols are used throughout this certificate:

Symbol**Definition**
+ Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.**Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 16, 2023:****Recip ID****Recipient Name and Address**

intp	+ Epiq Corporate Restructuring, LLC, 777 Third Ave, 12th Floor, NEW YORK, NY 10017-1302
intp	+ Kelley Drye & Warren LLP, 3 World Trade Center, 175 Greenwich Street, New York, NY 10007-2759
dft	+ LCM 26 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM 27 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM 28 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXIII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXIV LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ LCM XXV Ltd., c/o John J. Sparacino, McKool Smith PC, 600 Travis Street, Suite 7000 Houston, TX 77002-3018

TOTAL: 9

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID**Notice Type: Email Address****Date/Time****Recipient Name and Address**

intp	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM 26 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM 27 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM 28 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXIII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXIV LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
dft	+ Email/Text: jsparacino@mckoolsmith.com	Jun 14 2023 20:38:00	LCM XXV Ltd., c/o John J. Sparacino, McKool Smith PC, 600 Travis Street, Suite 7000 Houston, TX 77002-3018

TOTAL: 7

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID **Bypass Reason** **Name and Address**

cd		ABR Reinsurance Ltd.
dft		AG Centre Street Partnership et al.
dft		AG Centre Street Partnership, L.P.

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3pp AG Centre Street Partnership, L.P.
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dft AG Credit Solutions Non-ECI Master Fund, L.P.
3pp AG Credit Solutions Non-ECI Master Fund, L.P.
3pp AG Credit Solutions Non-ECI Master Fund, L.P.
dft AG SF Master (L), L.P.
3pp AG SF Master (L), L.P.
3pp AG SF Master (L), L.P.
dft AG Super Fund Master, L.P.
3pp AG Super Fund Master, L.P.
3pp AG Super Fund Master, L.P.
cd AGF Floating Rate Income Fund
intp Ad Hoc Group of First Lien Lenders
cd Annisa CLO, Ltd.
cd Arrowood Indemnity
cd Arrowood Indemnity as Administrator of the Pension
dft Ascribe III Investments, LLC
3pp Ascribe III Investments, LLC
3pp Ascribe III Investments, LLC
cd BA/Cscredit 1 LLC
cd BOC Pension Investment Fund
cd BSG Fund Management B.V.
cd Babson CLO Ltd. 2014-1
cd Baloise Senior Secured Loan Fund
cd Barings BDC Senior Funding I, LLC
3pd Barings BDC, Inc.
3pd Barings CLO Ltd. 2013-I
3pd Barings CLO Ltd. 2015-I
3pd Barings CLO Ltd. 2015-II
3pd Barings CLO Ltd. 2016-I
3pd Barings CLO Ltd. 2016-II
3pd Barings CLO Ltd. 2017-I
3pd Barings CLO Ltd. 2018-I
3pd Barings CLO Ltd. 2018-III
3pd Barings CLO Ltd. 2018-IV
3pd Barings CLO Ltd. 2018-IV
3pd Barings CLO Ltd. 2019-II
3pd Barings Global Credit Income Opportunities Fund
3pd Barings Global Floating Rate Fund, a Series of Bar
3pd Barings Global High Yield Credit Strategies Limite
3pd Barings Global Loan Limited
3pd Barings Global Loan and High Yield Bond Limited
3pd Barings Global Multi-Credit Strategy 1 Limited
3pd Barings Global Multi-Credit Strategy 2 Limited
3pd Barings Global Multi-Credit Strategy 3 Limited
3pd Barings Global Multi-Credit Strategy 4 Limited
3pd Barings Global Special Situations Credit 3 S.A.R.L
cd Barings LLC
cd Barings LLC
cd Barings LLC
3pd Barings Segregated Loans 3 S.A.R.L.
3pd Barings U.S. Loan Limited
3pd BayCity Alternative Investment Funds SICAV-SIF - B
3pd BayCity Senior Loan Master Fund Ltd.
3pd Bayvk R2-Fonds Segment Bayvk R2 Barings
3pd Bentham Strategic Loan Fund
3pd Bentham Syndicated Loan Fund
3pd Betony CLO 2, Ltd.
3pd BlackRock Credit Strategies Income Fund of BlackRo
3pd BlackRock Debt Strategies Fund, Inc.
3pd BlackRock Floating Rate Income Portfolio of BlackR
3pd BlackRock Floating Rate Income Strategies Fund, In
3pd BlackRock Floating Rate Income Trust

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3pd BlackRock Global Investment Series: Income Strateg
 3pd BlackRock Limited Duration Income Trust
 3pd BlackRock Multi-Asset Income Portfolio of BlackRoc
 3pd BlackRock Senior Floating Rate Portfolio
 3pd Blue Shield of California
 cd Boston Management and Research
 cd Boston Management and Research
 3pd Bowery Funding ULC
 3pd Brighthouse Funds Trust I - Brighthouse/Eaton Vanc
 3pd California State Teachers Retirement System
 3pd California Street CLO IX Limited Partnership
 3pd California Street CLO XII, Ltd.
 3pd Calvert Management Series - Calvert Floating-Rate
 3pd Carbone CLO, Ltd.
 intp Citadel LLC
 dft Columbia Cent CLO 21 Limited
 3pp Columbia Cent CLO 21 Limited
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 3pd Commonwealth of Pennsylvania Treasury Department
 dft Contrarian Capital Fund I, L.P.
 3pp Contrarian Capital Fund I, L.P.
 3pp Contrarian Capital Fund I, L.P.
 dft Contrarian Centre Street Partnership, L.P.
 3pp Contrarian Centre Street Partnership, L.P.
 3pp Contrarian Centre Street Partnership, L.P.
 dft Contrarian Distressed Debt Fund, L.P.
 3pp Contrarian Distressed Debt Fund, L.P.
 3pp Contrarian Distressed Debt Fund, L.P.
 3pd Copperhill Loan Fund I, LLC
 pla Credit Suisse Asset Management, LLC
 cd Credit Suisse Asset Management, LLC
 cd Credit Suisse Asset Management, LLC
 3pd Credit Suisse Floating Rate High Income Fund
 3pd Credit Suisse Floating Rate Trust
 3pd Credit Suisse Nova (Lux)
 3pd Credit Suisse Strategic Income Fund
 3pd Crown Managed Accounts SPC - Crown/BA 2 SP
 3pd DaVinci Reinsurance Ltd.
 3pd Diversified Credit Portfolio Ltd.
 3pd Dollar Senior Loan Fund, Ltd.
 3pd Dollar Senior Loan Master Fund II, Ltd.
 3pd Dryden 30 Senior Loan Fund
 3pd Dryden 33 Senior Loan Fund
 3pd Dryden 36 Senior Loan Fund
 3pd Dryden 37 Senior Loan Fund
 3pd Dryden 38 Senior Loan Fund
 3pd Dryden 40 Senior Loan Fund
 3pd Dryden 41 Senior Loan Fund
 3pd Dryden 42 Senior Loan Fund
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 3pd Dryden 47 Senior Loan Fund
 3pd Dryden 49 Senior Loan Fund
 3pd Dryden 50 Senior Loan Fund
 3pd Dryden 53 CLO, Ltd.

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3pd Dryden 54 Senior Loan Fund
3pd Dryden 55 CLO, Ltd.
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3pd Dryden 64 CLO, Ltd.
3pd Dryden 65 CLO, Ltd.
3pd Dryden 70 CLO, Ltd.
3pd Dryden 75 CLO, Ltd.
3pd Dryden XXV Senior Loan Fund
3pd Dryden XXVI Senior Loan Fund
3pd Dryden XXVIII Senior Loan Fund
3pd Eaton Vance CLO 2013-1 Ltd
3pd Eaton Vance CLO 2014-1R Ltd
3pd Eaton Vance CLO 2015-1 Ltd
3pd Eaton Vance CLO 2018-1 Ltd
3pd Eaton Vance CLO 2019-1 Ltd
3pd Eaton Vance Floating Rate Portfolio
3pd Eaton Vance Floating-Rate 2022 Target Term Trust
3pd Eaton Vance Floating-Rate Income Plus Fund
3pd Eaton Vance Floating-Rate Income Trust
3pd Eaton Vance Institutional Senior Loan Fund
3pd Eaton Vance Institutional Senior Loan Plus Fund
3pd Eaton Vance International (Cayman Islands) Floating Rate Fund
3pd Eaton Vance Limited Duration Income Fund
3pd Eaton Vance Loan Holding Limited
cd Eaton Vance Management
cd Eaton Vance Management
3pd Eaton Vance Senior Floating-Rate Trust
3pd Eaton Vance Senior Income Trust
3pd Eaton Vance Short Duration Diversified Income Fund
3pd Eaton Vance VT Floating Rate Income Fund
3pd Elevation CLO 2013-1, Ltd.
3pd Elevation CLO 2014-2, Ltd.
3pd Elevation CLO 2015-4, Ltd.
3pd Elevation CLO 2016-5, Ltd.
3pd Elevation CLO 2017-6, Ltd.
3pd Elevation CLO 2017-7, Ltd.
3pd Elevation CLO 2017-8 Ltd.
3pd Elevation CLO 2018-10, Ltd.
3pd Elevation CLO 2018-9, Ltd.
3pd Erie Indemnity Company
3pd Erie Insurance Exchange
3pd First Eagle Bank Loan Select Master Fund
3pd First Eagle Senior Loan Fund (FSLF)
3pd Fixed Income Opportunities Nero, LLC
3pd G.A.S. (Cayman) Limited
dft Gamut Capital SSB, LLC
3pp Gamut Capital SSB, LLC
3pp Gamut Capital SSB, LLC
3pd HarbourView CLO VII-R, Ltd.
3pd Inflation Protection Fund-I Series
3pd Invesco BL Fund, Ltd.
3pd Invesco Dynamic Credit Opportunities Fund
3pd Invesco Floating Rate Fund
3pd Invesco Floating Rate Income Fund
3pd Invesco Gemini US Loan Fund LLC
3pd Invesco Oppenheimer Fundamental Alternatives Fund
3pd Invesco Oppenheimer Master Loan Fund
3pd Invesco Oppenheimer Senior Floating Rate Fund
3pd Invesco Oppenheimer Senior Floating Rate Plus Fund
3pd Invesco SSL Fund LLC

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3pd Invesco Senior Income Trust
3pd Invesco Senior Loan Fund
cd Invesco Senior Secured Management, Inc.
cd Invesco Senior Secured Management, Inc.
intp Invesco Senior Secured Management, Inc. and Credit
3pd Invesco Zodiac Funds - Invesco US Senior Loan ESG
3pd Invesco Zodiac Funds - Invesco US Senior Loan Fund
3pd JPMBI re BlackRock BankLoan Fund
3pd Jocassee Partners LLC
3pd KP Fixed Income Fund
3pd KVK CLO 2013-1 Ltd.
3pd KVK CLO 2016-1 Ltd.
3pd KVK CLO 2018-1 Ltd.
3pd Kaiser Permanente Group Trust
3pd Kapitalforeningen Investin Pro, US Leveraged Loans
3pd MP CLO III Ltd.
3pd MP CLO IV Ltd.
3pd MP CLO VII Ltd.
3pd MP CLO VIII Ltd.
3pd MPLF Funding Ltd.
3pd MPSFR Financing 1 Ltd.
3pd Madison Flintholm Senior Loan Fund I DAC
3pd Madison Park Funding X, Ltd.
3pd Madison Park Funding XI, Ltd.
3pd Madison Park Funding XII, Ltd.
3pd Madison Park Funding XIII, Ltd.
3pd Madison Park Funding XIV, Ltd.
3pd Madison Park Funding XIX, Ltd.
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3pd Madison Park Funding XXXVII, Ltd.
3pd Magnetite VII, Limited
3pd Magnetite VIII, Limited
3pd Magnetite XC, Limited
3pd Magnetite XII, Limited
3pd Magnetite XIV-R, Limited
3pd Magnetite XIX, Limited
3pd Magnetite XV, Limited
3pd Magnetite XVI, Limited
3pd Magnetite XVII, Limited
3pd Magnetite XVIII, Limited

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3pd Magnetite XX, Limited
3pd Marathon CLO IX Ltd.
3pd Marathon CLO V Ltd.
3pd Marathon CLO VII Ltd.
3pd Marathon CLO VIII Ltd.
3pd Marathon CLO X Ltd.
3pd Marathon CLO XI Ltd.
3pd Marble Point CLO X Ltd.
3pd Marble Point CLO XI Ltd.
3pd Marble Point CLO XII Ltd.
3pd Maryland State Retirement and Pension System
3pd Menard, Inc.
3pd Milos CLO, Ltd.
3pd Municipal Employees Annuity & Benefit Fund of Chic
3pd NC Garnet Fund, LP
3pd Newark BSL CLO 1, Ltd.
3pd Newark BSL CLO 2, Ltd.
dft North Star Debt Holdings, L.P.
3pp North Star Debt Holdings, L.P.
3pp North Star Debt Holdings, L.P.
3pd Nuveen Diversified Dividend and Income Fund
3pd Nuveen Floating Rate Income Fund
3pd Nuveen Floating Rate Income Opportunity Fund
3pd Nuveen Senior Income Fund
3pd Nuveen Short Duration Credit Opportunities Fund
3pd Nuveen Symphony Floating Rate Income Fund
3pd Oaktree Opportunities Fund X Holdings (Delaware) L
3pd Oaktree Opportunities Fund Xb Holdings (Delaware),
3pd Oaktree Opps X Holdco Ltd.
3pd One Eleven Funding I, Ltd.
3pd One Eleven Funding II, Ltd.
3pd PK-SSL Investment Fund Limited Partnership
3pd Peaks CLO 3, Ltd.
3pd Pensiondanmark Pensionforsikringsaktieselskab
3pd Phillips 66 Retirement Plan Trust
3pd Principal Diversified Real Asset CIT
3pd Principal Funds, Inc - Diversified Real Asset Fund
3pd Recette CLO, Ltd.
3pd Renaissance Investment Holdings Ltd.
dft Represented Third-Party Defendants
3pd Riserva CLO, Ltd.
intp Ropes & Gray LLP
3pd Russell Absolute Return Fixed Income Fund
3pd Russell Floating Rate Fund
3pd Russell Global Unconstrained Bond Pool
3pd Russell Multi-Asset Core Plus Fund
3pd Russell Unconstrained Total Return Fund
3pd SCOF-2 Ltd.
3pd Senior Debt Portfolio
3pd Sentry Insurance Company
3pd Serengeti (Loan Fund), a Series Trust of the Multi
pla Serta Simmons Bedding LLC et al.
cd Serta Simmons Bedding, LLC
cd Serta Simmons Bedding, LLC
dft Shackleton 2013-III CLO, Ltd.
3pp Shackleton 2013-III CLO, Ltd.
3pp Shackleton 2013-III CLO, Ltd.
dft Shackleton 2013-IV-R CLO, Ltd.
3pp Shackleton 2013-IV-R CLO, Ltd.
3pp Shackleton 2013-IV-R CLO, Ltd.
3pp Shackleton 2014-V-R CLO, Ltd.
3pp Shackleton 2014-V-R CLO, Ltd.
dft Shackleton 2014-V-R CLO, Ltd.

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3pp Shackleton 2015-VII-R CLO, Ltd.
3pp Shackleton 2015-VII-R CLO, Ltd.
dft Shackleton 2015-VII-R CLO, Ltd.
3pp Shackleton 2017-XI CLO, Ltd.
3pp Shackleton 2017-XI CLO, Ltd.
dft Shackleton 2017-XI CLO, Ltd.
dft Silver Oak Capital, L.L.C.
3pp Silver Oak Capital, L.L.C.
3pp Silver Oak Capital, L.L.C.
3pd Staniford Street CLO Ltd.
3pd State of New Mexico State Investment Council
3pd Stichting Pensioenfonds Hoogovens
3pd Symphony CLO XIV, Ltd.
3pd Symphony CLO XIX Ltd.
3pd Symphony CLO XV, Ltd.
3pd Symphony CLO XVI, Ltd.
3pd Symphony CLO XVII, Ltd.
3pd Symphony CLO XX Ltd.
3pd Symphony Floating Rate Senior Loan Fund
3pd TAO Fund, LLC
3pd TCI-Symphony 2016-1 Ltd.
3pd TCI-Symphony 2017-1 Ltd.
3pd Telstra Superannuation Scheme
3pd The City of New York Group Trust
3pd The Eaton Corporation Master Retirement Trust
3pd Third Party Defendants
3pd Upland CLO, Ltd.
3pd Venture 28A CLO, Limited
3pd Venture 31 CLO, Limited
3pd Venture 32 CLO, Limited
3pd Venture 33 CLO, Limited
3pd Venture 35 CLO, Limited
3pd Venture XII CLO, Limited
3pd Venture XIII CLO, Limited
3pd Venture XIV CLO, Limited
3pd Venture XIX CLO, Limited
3pd Venture XV CLO, Limited
3pd Venture XVI CLO, Limited
3pd Venture XVII CLO Limited
3pd Venture XVIII CLO, Limited
3pd Venture XX CLO, Limited
3pd Venture XXI CLO, Limited
3pd Venture XXII CLO, Limited
3pd Venture XXIII CLO, Limited
3pd Venture XXIV CLO, Limited
3pd Venture XXIX CLO, Limited
3pd Venture XXV CLO, Limited
3pd Venture XXVII CLO, Limited
3pd Venture XXVIII CLO, Limited
3pd Venture XXX CLO, Limited
3pd Wespath Funds Trust
3pd Wind River 2012-1 CLO Ltd.
3pd Wind River 2013-1 CLO Ltd.
3pd Wind River 2013-2 CLO Ltd.
3pd Wind River 2014-1 CLO Ltd.
3pd Wind River 2014-2 CLO Ltd.
3pd Wind River 2014-3 CLO Ltd.
3pd Wind River 2014-3K CLO Ltd.
3pd Wind River 2015-1 CLO Ltd.
3pd Wind River 2015-2 CLO Ltd.
3pd Wind River 2016-1 CLO Ltd.
3pd Wind River 2016-2 CLO Ltd.
3pd Wind River 2017-1 CLO Ltd.

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3pd	Wind River 2017-4 CLO Ltd.
3pd	Wind River 2018-3 CLO Ltd.
3pd	Wind River 2019-3 CLO Ltd.
3pd	Wind River Fund LLC
3pd	Woodbine Funding ULC
3pp	Z Capital Credit Partners CLO 2018-1 Ltd.
3pp	Z Capital Credit Partners CLO 2018-1 Ltd.
dft	Z Capital Credit Partners CLO 2018-1 Ltd.
3pp	Z Capital Credit Partners CO 2019-1 Ltd.
3pp	Z Capital Credit Partners CO 2019-1 Ltd.
dft	Z Capital Credit Partners CO 2019-1 Ltd.
cc *+	LCM 26 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc *+	LCM 27 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc *+	LCM 28 LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc *+	LCM XXII LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
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cc *+	LCM XXIV LTD., c/o John J. Sparacino, 600 Travis Street, Suite 7000, Houston, TX 77002-3018
cc *+	LCM XXV Ltd., c/o John J. Sparacino, McKool Smith PC, 600 Travis Street, Suite 7000, Houston, TX 77002-3018

TOTAL: 392 Undeliverable, 7 Duplicate, 0 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jun 16, 2023

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on June 14, 2023 at the address(es) listed below:

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Alicia Lenae Barcomb	on behalf of U.S. Trustee alicia.barcomb@usdoj.gov
Alison B. Miller	on behalf of Creditor LCM XXII LTD. amiller@hsllp.com
Alison B. Miller	on behalf of Creditor LCM XXV Ltd. amiller@hsllp.com
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Alison B. Miller	on behalf of Creditor LCM XVI Limited Partnership amiller@hsllp.com
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